

MORRISON & FOERSTER LLP  
250 West 55<sup>th</sup> Street  
New York, New York 10019  
Telephone: (212) 468-8000  
Facsimile: (212) 468-7900  
Lorenzo Marinuzzi  
Jonathan I. Levine  
Jennifer L. Marines

*Special Renewable Energy Counsel to  
the Official Committee of Unsecured Creditors of  
SunEdison, Inc., et al.*

UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF NEW YORK

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In re	)	Chapter 11
	)	
SUNEDISON, INC., et al., <sup>1</sup>	)	Case No. 16-10992 (SMB)
	)	
Debtors.	)	Jointly Administered
	)	

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**SEVENTEENTH MONTHLY FEE STATEMENT OF MORRISON & FOERSTER LLP  
AS SPECIAL RENEWABLE ENERGY COUNSEL TO THE OFFICIAL  
COMMITTEE OF UNSECURED CREDITORS FOR COMPENSATION  
AND REIMBURSEMENT OF EXPENSES INCURRED FOR THE PERIOD  
SEPTEMBER 1, 2017 THROUGH OCTOBER 31, 2017**

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<sup>1</sup> The last four digits of SunEdison, Inc.'s tax identification number are 5767. The address of the Debtors' corporate headquarters is 13736 Riverport Dr., Maryland Heights, Missouri 63043. Due to the large number of Debtors in these chapter 11 cases, for which joint administration has been granted, a complete list of the Debtors and the last four digits of their federal tax identification numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors' claims and noticing agent at <https://cases.primeclerk.com/sunedison/Home-Index>.

<b>Name of Applicant:</b>	<b>Morrison &amp; Foerster LLP</b>
Authorized to Provide Professional Services to:	The Official Committee of Unsecured Creditors (the " <u>Committee</u> ")
Date of Retention:	June 8, 2016 <i>nunc pro tunc</i> to April 29, 2016
Period for which Compensation and Reimbursement is Sought:	September 1, 2017 through October 31, 2017 (the "Fee Period")
Amount of Compensation Sought as Actual, Reasonable and Necessary:	\$13,345.00 (80% = \$10,676.00)
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$429.71

This is a(n) X monthly        interim        final application. No prior application was filed for this Fee Period.<sup>2</sup>

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<sup>2</sup> Notice of this Monthly Fee Statement (as defined herein) shall be served in accordance with the Interim Compensation Order (as defined herein), and objections to the relief requested in this Monthly Fee Statement shall be addressed in accordance with the Interim Compensation Order.

Pursuant to sections 327, 330, and 331 of chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and the *Order Granting Debtors’ Motion for Order Pursuant to Bankruptcy Code Sections 105(a) and 331, Bankruptcy Rule 2016, and Local Bankruptcy Rule 2016-1 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals*, entered on June 12, 2016 [Docket No. 258] (the “Interim Compensation Order”), Morrison & Foerster LLP (“Morrison & Foerster” or the “Firm”), Special Renewable Energy Counsel to the Official Committee of Unsecured Creditors of SunEdison, Inc. and its subsidiaries that are debtors and debtors-in-possession in these proceedings (collectively, the “Debtors”), hereby files this monthly fee statement (this “Monthly Fee Statement”) for: (a) compensation in the amount of \$13,345.00 for the actual, reasonable and necessary legal services rendered to the Debtors during the Fee Period (80% of which is \$10,676.00), and (b) reimbursement for the actual and necessary expenses incurred by Morrison & Foerster during the Fee Period in the amount of \$429.71.

#### **Itemization of Services Rendered and Disbursements Incurred**

1. In support of this Monthly Fee Statement, attached are the following exhibits:

- **Exhibit A** is a schedule of the number of hours expended and fees incurred (on an aggregate basis) by Morrison & Foerster’s attorneys and paraprofessionals during the Fee Period with respect to each of the subject matter categories established by Morrison & Foerster in accordance with its internal billing procedures. Morrison & Foerster is requesting \$13,345.00 in fees during the Fee Period. Pursuant to this Monthly Fee Statement, Morrison & Foerster seeks payment for 80% of such fees, which is \$10,676.00.
- **Exhibit B** is a schedule providing certain information regarding the Morrison & Foerster attorneys and paraprofessionals for whose work on these chapter 11 cases compensation is sought in this Monthly Fee Statement. Attorneys and paraprofessionals of Morrison & Foerster have expended a total of 27.8 hours in connection with these chapter 11 cases during the Fee Period.

- **Exhibit C** is a schedule setting forth the total amount of reimbursement sought with respect to each category of expenses for which Morrison & Foerster is seeking reimbursement in this Monthly Fee Statement.
- **Exhibit D** consists of Morrison & Foerster's time detail and records of fees and expenses incurred during the Fee Period.

WHEREFORE, Morrison & Foerster requests that it be allowed reimbursement for its fees and expenses incurred during the Fee Period in the total amount of \$11,105.71 consisting of (a) \$10,676.00, which is 80% of the fees incurred by the Committee for reasonable and necessary professional services rendered by Morrison & Foerster, and (b) \$429.71 for actual and necessary costs and expenses, and that such fees and expenses be paid as administrative expenses of the Debtors.

Dated: November 29, 2017  
New York, New York

/s/ Jonathan I. Levine

Lorenzo Marinuzzi  
Jonathan I. Levine  
Jennifer L. Marines  
MORRISON & FOERSTER LLP  
250 West 55th Street  
New York, New York 10019  
Telephone: (212) 468-8000  
Facsimile: (212) 468-7900

*Special Renewable Energy Counsel to the  
Official Committee of Unsecured Creditors of  
SunEdison, Inc., et al.*

**Exhibit A**

**Statement of Fees and Expenses by Subject Matter**

<b>Project Category Number</b>	<b>Matter Description</b>	<b>Total Hours Billed</b>	<b>Total Fees Requested</b>
001	Case Administration	11.80	\$4,012.00
002	Meetings and Communications with Creditors	5.30	\$3,940.00
003	Hearings	0.50	\$318.00
005	Energy Asset Sales	0.40	\$392.00
008	Employment and Fee Applications	8.90	\$4,683.00
016	Time Entry Review	0.90	\$594.00
<b>Total Incurred:</b>		<b>27.8</b>	<b>\$13,939.00</b>
<b>Less Client Accommodation for Time Entry Review (100% of fees incurred):</b>			<b>\$(594.00)</b>
<b>Total Requested:</b>			<b>\$13,345.00</b>

**Exhibit B**

**Attorney and Paraprofessional Information**

The Morrison & Foerster attorneys and paraprofessionals who rendered professional services in these cases during the Fee Period are:

Professional Person	Position with the Applicant	Year Admitted / Length of Time in Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Levine, Jonathan I.	Partner	2001	Business Restructuring & Insolvency	\$1,075.00	2.20	\$2,365.00
Sluder, Elizabeth C.	Partner	2004	Finance	\$980.00	0.40	\$392.00
Connelly, Rahman	Associate	2014	Business Restructuring & Insolvency	\$660.00	5.00	\$3,300.00
Cornell, Huilin Wang	Associate	2013	Finance	\$600.00	3.90	\$2,340.00
Guido, Laura	Senior Paralegal	10 years	Business Restructuring & Insolvency	\$340.00	16.30	\$5,542.00
<b>Total Incurred:</b>					<b>27.8</b>	<b>\$13,939.00</b>
<b>Less Client Accommodation for Time Entry Review (100% of fees incurred):</b>						<b>\$(594.00)</b>
<b>Total Requested:</b>						<b>\$13,345.00</b>

**Total Partners, Of Counsel, Associates and Paraprofessionals**

PROFESSIONALS	BLENDED RATES	TOTAL HOURS BILLED	TOTAL COMPENSATION
Partners and Counsel	\$1,060.38	2.6	\$2,757.00
Associates and Attorneys	\$633.71	8.9	\$5,640.00
<b>Total Incurred by All Attorneys:</b>		<b>11.5</b>	<b>\$8,397.00</b>
Less Client Accommodation for Time Entry Review (100% of Fees Incurred):			\$(-594.00)
<b>Blended Attorney Rate:</b>	<b>\$678.52</b>	<b>11.5</b>	<b>\$7,803.00</b>
Paraprofessionals and Non-Legal Staff	\$340.00	16.30	\$5,542.00
<b>Total Requested:</b>	<b>\$480.04</b>	<b>27.8</b>	<b>\$13,345.00</b>

**Exhibit C**

**Summary of Actual and Necessary Expenses for the Fee Period**

<b>Service Description</b>	<b>Amount</b>
On-line Research – OTHER DATABASE – PACER	\$421.20
On-line Research - OTHER DATABASE - ALM MEDIA LLC	\$8.51
<b>Total Requested:</b>	<b>\$429.71</b>

**Exhibit D**

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PO BOX 742335  
LOS ANGELES  
CALIFORNIA 90074-2335TELEPHONE: 415 268 7000  
FACSIMILE: 415 268 7522  
WWW MOFO COMMORRISON & FOERSTER LLP  
NEW YORK, SAN FRANCISCO,  
LOS ANGELES, PALO ALTO,  
SAN DIEGO, WASHINGTON D.C.,  
DENVER, NORTHERN VIRGINIA  
TOKYO, BEIJING, SHANGHAI,  
HONG KONG, SINGAPORE  
LONDON, BRUSSELS, BERLIN

SunEdison, Inc.  
 13736 Riverport Dr.  
 Maryland Heights, MO 63043  
 Attn: Martin H. Truong, General Counsel

Taxpayer ID # [REDACTED]  
 Invoice Number: 5680974  
 Invoice Date: November 27, 2017  
 Client/Matter Number: 076900-0000001

Matter Name: BANKRUPTCY OF  
 SUNEDISON INC.

Client Contact: Martin H. Truong

RE: BANKRUPTCY OF SUNEDISON INC.

*For Professional Services Rendered and Disbursements Incurred through October 31, 2017*

	<u>U.S.Dollars</u>
Current Fees	13,939.00
Client Accommodation - Time Entry Review	(594.00)
Current Fees Value	<hr/> 13,345.00
Current Disbursements	429.71
<b>Total This Invoice</b>	<hr/> <b>13,774.71</b>

Payment may be made by Electronic Funds transfer to the firm's account

[REDACTED]

Matter Number: 076900-0000001  
 Matter Name: BANKRUPTCY OF SUNEDISON INC.

Invoice Number: 5680974  
 Invoice Date: November 27, 2017

### Time Detail

Date	Services	Timekeeper	Hours	Value
<b>Case Administration</b>				
01-Sep-17	Circulate notice of ECF filings to attorneys (.1); retrieve and distribute recently filed pleadings to internal working group (.2).	Guido, Laura	0.30	102.00
06-Sep-17	Circulate notice of ECF filings to attorneys (.1); retrieve and distribute recently filed pleadings to internal working group (.2); update case calendar and provide updates to same (.4).	Guido, Laura	0.70	238.00
11-Sep-17	Circulate notice of ECF filings to attorneys (.1); retrieve and distribute recently filed pleadings to internal working group (.1); update case calendar and provide updates to same (.8).	Guido, Laura	1.00	340.00
14-Sep-17	Circulate notice of ECF filings to attorneys (.1); retrieve and distribute recently filed pleadings to internal working group (.2); update case calendar and provide updates to same (.6).	Guido, Laura	0.90	306.00
18-Sep-17	Circulate notice of ECF filings to attorneys (.1); retrieve and distribute recently filed pleadings to internal working group (.2); update case calendar and provide updates to same (.4).	Guido, Laura	0.70	238.00
20-Sep-17	Circulate notice of ECF filings to attorneys (.1); retrieve and distribute recently filed pleadings to internal working group (.1).	Guido, Laura	0.20	68.00
21-Sep-17	Circulate notice of ECF filings to attorneys (.1); retrieve and distribute recently filed pleadings to internal working group (.2); update case calendar and provide updates to same (.4).	Guido, Laura	0.70	238.00
25-Sep-17	Circulate notice of ECF filings to attorneys (.1); retrieve and distribute recently filed pleadings to internal working group (.1); update case calendar and provide updates to same (.2).	Guido, Laura	0.40	136.00
28-Sep-17	Circulate notice of ECF filings to attorneys (.1); retrieve and distribute recently filed pleadings to internal working group (.2); update case calendar and provide updates to same (.4).	Guido, Laura	0.70	238.00
02-Oct-17	Circulate notice of ECF filings to attorneys (.1); retrieve and distribute recently filed pleadings to internal working group (.1); update case calendar and provide updates to same (.2).	Guido, Laura	0.40	136.00
05-Oct-17	Circulate notice of ECF filings to attorneys (.1); retrieve and distribute recently filed pleadings to internal working group (.1); update case calendar and provide updates to same (.4).	Guido, Laura	0.60	204.00

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Matter Number: 076900-0000001  
Matter Name: BANKRUPTCY OF SUNEDISON INC.Invoice Number: 5680974  
Invoice Date: November 27, 2017

Date	Services	Timekeeper	Hours	Value
09-Oct-17	Update case calendar and provide updates to internal working group.	Guido, Laura	0.40	136.00
12-Oct-17	Circulate notice of ECF filings to attorneys (.1); retrieve and distribute recently filed pleadings to internal working group (.2); update case calendar and provide updates to same (.4).	Guido, Laura	0.70	238.00
16-Oct-17	Circulate notice of ECF filings to attorneys (.1); retrieve and distribute recently filed pleadings to internal working group (.2); update case calendar and provide updates to same (.4).	Guido, Laura	0.70	238.00
18-Oct-17	Circulate notice of ECF filings to attorneys (.1); retrieve and distribute recently filed pleadings to internal working group (.1); update case calendar (.2).	Guido, Laura	0.40	136.00
19-Oct-17	Circulate notice of ECF filings to attorneys (.1); retrieve and distribute recently filed pleadings to internal working group (.1); update case calendar and provide updates to same (.6).	Guido, Laura	0.80	272.00
23-Oct-17	Circulate notice of ECF filings to attorneys (.1); retrieve and distribute recently filed pleadings to internal working group (.2); update case calendar and provide updates to same (.6).	Guido, Laura	0.90	306.00
26-Oct-17	Circulate notice of ECF filings to attorneys (.1); retrieve and distribute recently filed pleadings to internal working group (.2); update case calendar and provide updates to same (.4).	Guido, Laura	0.70	238.00
30-Oct-17	Circulate notice of ECF filings to attorneys (.1); retrieve and distribute recently filed pleadings to internal working group (.2); update case calendar and provide updates to same (.3).	Guido, Laura	0.60	204.00
<b>Total: 001</b>	<b>Case Administration</b>		<b>11.80</b>	<b>4,012.00</b>

**Meetings and Communications with Creditors**

10-Oct-17	Participate on Committee call regarding case update (.7); review prior correspondence relating to same (.7).	Cornell, Huilin Wang	1.40	840.00
10-Oct-17	Participate on Committee call regarding case update.	Levine, Jonathan I.	0.70	752.50
12-Oct-17	Prepare summary of Committee call.	Cornell, Huilin Wang	0.40	240.00
24-Oct-17	Participate on Committee call regarding Vivint claim and other case updates.	Cornell, Huilin Wang	0.90	540.00
24-Oct-17	Participate on Committee call regarding Vivint claim and other case updates.	Levine, Jonathan I.	0.90	967.50
25-Oct-17	Prepare summary of Committee call.	Cornell, Huilin Wang	0.70	420.00
28-Oct-17	Prepare summary of Vivint chart and weekly Committee call.	Cornell, Huilin Wang	0.30	180.00

Matter Number: 076900-0000001  
 Matter Name: BANKRUPTCY OF SUNEDISON INC.

Invoice Number: 5680974  
 Invoice Date: November 27, 2017

Date	Services	Timekeeper	Hours	Value
<b>Total: 002</b>	<b>Meetings and Communications with Creditors</b>		<b>5.30</b>	<b>3,940.00</b>
<b>Hearings</b>				
11-Sep-17	Review agenda for September 12 hearing (.2); correspond with internal work group regarding same (.1).	Connelly, Rahman	0.30	198.00
11-Oct-17	Review memorandum analyzing October 19 hearing.	Cornell, Huilin Wang	0.20	120.00
<b>Total: 003</b>	<b>Hearings</b>		<b>0.50</b>	<b>318.00</b>
<b>Energy Asset Sales</b>				
11-Oct-17	Review memorandum from Weil regarding Marathon Capital's motion to amend.	Sluder, Elizabeth C.	0.40	392.00
<b>Total: 005</b>	<b>Energy Asset Sales</b>		<b>0.40</b>	<b>392.00</b>
<b>Employment and Fee Applications</b>				
02-Oct-17	Prepare MoFo's August fee statement.	Guido, Laura	0.70	238.00
11-Oct-17	Finalize, file and coordinate service of MoFo's August fee statement.	Guido, Laura	0.30	102.00
16-Oct-17	Draft fourth interim fee statement (2.8); draft supplemental declaration in support of same (.9); correspond with J. Levine regarding same (.1).	Connelly, Rahman	3.80	2,508.00
16-Oct-17	Prepare MoFo's fourth interim fee statement (2.9); finalize, file and coordinate service of same (.4).	Guido, Laura	3.30	1,122.00
16-Oct-17	Review and revise interim fee statement (.2); correspond with R. Connolly regarding same (.1); correspond with P. Schwartzberg (U.S. Trustee) regarding same (.1).	Levine, Jonathan I.	0.40	430.00
17-Oct-17	Prepare courtesy copies of MoFo's interim fee statement for delivery to Chambers.	Guido, Laura	0.20	68.00
17-Oct-17	Revise supplemental declaration regarding interim fee statement.	Levine, Jonathan I.	0.10	107.50
18-Oct-17	Correspond with P. Schwartzberg (U.S. Trustee) regarding interim fee statement.	Levine, Jonathan I.	0.10	107.50
<b>Total: 008</b>	<b>Employment and Fee Applications</b>		<b>8.90</b>	<b>4,683.00</b>
<b>Time Entry Review</b>				
25-Sep-17	Review time entries for compliance with U.S. Trustee guidelines.	Connelly, Rahman	0.90	594.00
<b>Total: 016</b>	<b>Time Entry Review</b>		<b>0.90</b>	<b>594.00</b>

Current Fees **13,345.00**

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Matter Number: 076900-0000001  
Matter Name: BANKRUPTCY OF SUNEDISON INC.

Invoice Number: 5680974  
Invoice Date: November 27, 2017

**Timekeeper Summary**

<b>No.</b>	<b>Timekeeper</b>	<b>Rate</b>	<b>Hours</b>	<b>Value</b>
20215	Levine, Jonathan I.	1,075.00	2.20	2,365.00
12188	Sluder, Elizabeth C.	980.00	0.40	392.00
20578	Connelly, Rahman	660.00	5.00	3,300.00
17214	Cornell, Huilin Wang	600.00	3.90	2,340.00
13849	Guido, Laura	340.00	16.30	5,542.00
	Client Accommodation - Time Entry Review			(594.00)
<b>TOTAL</b>			<b>27.80</b>	<b>13,345.00</b>

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Matter Number: 076900-0000001  
Matter Name: BANKRUPTCY OF SUNEDISON INC.Invoice Number: 5680974  
Invoice Date: November 27, 2017**Task Code Summary**

<b>Task Code</b>	<b>Description</b>	<b>Hours</b>	<b>Value</b>
001	Case Administration	11.80	4,012.00
002	Meetings and Communications with Creditors	5.30	3,940.00
003	Hearings	0.50	318.00
005	Energy Asset Sales	0.40	392.00
008	Employment and Fee Applications	8.90	4,683.00
016	Time Entry Review	0.90	594.00
	Client Accommodation - Time Entry Review		(594.00)
<b>TOTAL</b>		<b>27.80</b>	<b>13,345.00</b>

**MORRISON | FOERSTER**

Matter Number: 076900-0000001  
Matter Name: BANKRUPTCY OF SUNEDISON INC.

Invoice Number: 5680974  
Invoice Date: November 27, 2017

**Disbursement Detail**

<b>Date</b>	<b>Description</b>	<b>Value</b>
31-Oct-17	On-line Research - OTHER DATABASE – PACER	421.20
01-Sep-17	On-line Research - OTHER DATABASE 6856 IN RE SUNEDISON, INC. 23 – ALM MEDIA LLC	8.51
<b>Current Disbursements</b>		<b><u>429.71</u></b>

**MORRISON | FOERSTER**

Matter Number: 076900-0000001  
Matter Name: BANKRUPTCY OF SUNEDISON INC.

Invoice Number: 5680974  
Invoice Date: November 27, 2017

**Invoice Summary**

	<u>U.S.Dollars</u>
Total Fees	13,345.00
Total Disbursements	429.71
<b>Total Amount Due</b>	<b><u>13,774.71</u></b>

Matter Number: 076900-0000001  
 Matter Name: BANKRUPTCY OF SUNEDISON INC.

Invoice Number: 5680974  
 Invoice Date: November 27, 2017

For your convenience, we have listed below previous invoices on this matter which our records show as outstanding and the total balance due on this account. If you have already submitted payment, we appreciate your promptness. If your records are not in agreement, or if we can provide additional assistance, please call our Billing Department at (415) 268-6446 or (866) 314-5320

Date	Invoice Number	Currency	Original Invoice Amount	Payments Applied	Amount Outstanding
27-Jun-16	5537199	USD	641,315.81	572,739.31	68,576.50
25-Jul-16	5543375	USD	499,037.55	449,173.80	49,863.75
23-Aug-16	5552400	USD	329,574.19	296,683.79	32,890.40
22-Sep-16	5559914	USD	219,234.72	197,543.52	21,691.20
21-Oct-16	5570681	USD	413,592.06	364,477.33	49,114.73
14-Nov-16	5577914	USD	456,508.99	398,778.47	57,730.52
15-Feb-17	5601422	USD	193,134.28	173,854.68	19,279.60
22-Mar-17	5611602	USD	134,529.00	121,079.10	13,449.90
27-Apr-17	5621384	USD	81,616.43	73,492.13	8,124.30
24-May-17	5629099	USD	107,211.83	96,498.03	10,713.80
22-Jun-17	5636876	USD	94,282.13	75,563.43	18,718.70
20-Jul-17	5643403	USD	65,905.50	52,791.20	13,114.30
21-Aug-17	5653334	USD	53,589.28	42,966.08	10,623.20
30-Sep-17	5664813	USD	9,167.94	0.00	9,167.94